

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: **W. R. Grace & Co., et al**  
Debtor

Case No. **01-01139** Jointly Administered  
Reporting Period: **April 2009**

**MONTHLY OPERATING REPORT**

File with Court and submit copy to United States Trustee within 20 days after end of month

Submit copy of report to any official committee appointed in the case.

<b>REQUIRED DOCUMENTS</b>	<b>Form No.</b>	<b>Document Attached</b>	<b>Explanation Attached</b>
Schedule of Cash Receipts and Disbursements	MOR-1	X	
Bank Reconciliation (or copies of debtor's bank reconciliations)			See attached Attestation Form
Copies of bank statements			See attached Attestation Form
Cash disbursements journals			Not available
Statement of Operations	MOR-2	X	
Balance Sheet	MOR-3	X	
Status of Postpetition Taxes	MOR-4	X	
Copies of IRS Form 6123 or payment receipt			Not available
Copies of Federal income tax returns filed during reporting period			None filed
Summary of Unpaid Postpetition Debts	MOR-4		See Note #4
Listing of aged accounts payable			See Note #4
Accounts Receivable Reconciliation and Aging	MOR-5	X	
Debtor Questionnaire	MOR-5	X	

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the documents attached are true and correct to the best of my knowledge and belief.

\_\_\_\_\_  
Signature of Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Authorized Individual\*

\_\_\_\_\_  
Date

\_\_\_\_\_  
Hudson La Force III

\_\_\_\_\_  
Printed Name of Authorized Individual

\_\_\_\_\_  
Senior Vice President and  
Chief Financial Officer

\_\_\_\_\_  
Title of Authorized Individual

\*Authorized individual must be an officer, director or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

**W. R. Grace & Co.**  
**Monthly Financial Report**  
**April 30, 2009**

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**Monthly Operating Report**

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See attached  
Attestation Form

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N/A

**Forward-Looking Information**

This monthly financial report contains forward-looking information that involves risks and uncertainties. For such information, Grace claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Actual results could differ materially from the results predicted, and reported results should not be considered as a indication of future performance. Factors that could cause actual results to differ from those contained in the forward-looking information include those factors set forth in Grace's most recent Annual Report on Form 10-K and quarterly reports on Form 10-Q, which have been filed with the Securities Exchange Commission.

**Statement of Confidentiality**

The information contained in the monthly financial report contains confidential information of W. R. Grace & Co. and its subsidiaries (the "Confidential Information"). The Confidential Information has been prepared solely for information purposes and may not be disclosed to any person or entity or reproduced, disseminated or disclosed, in whole or in part, except to officers, directors, employees, and representatives of the recipient ("Representatives") or as required by applicable law or regulation. By receipt of the Confidential Information, each recipient agrees to (1) use the Confidential Information only to enhance its understanding of Grace and its businesses, and (2) inform its Representatives of the confidential nature of such information and direct them to treat such information in accordance with the terms. Each recipient agrees to be responsible for any breach of these provisions by any of its Representatives.

## **Monthly Operating Report**

W. R. Grace &amp; Co. - Conn

## Schedule of Cash Receipts and Disbursements

MOR-1

April 2009

	JP Morgan Chase Disbursement 9101013572	First Union Deposit Acct 2199500021812	First Union Payroll 2079900003815	Merrill Lynch Investment 3323735	Bank of America Lockbox 8188703107	JP Morgan Chase Holding 323223141	JP Morgan Chase Concentration 16001257
<b>CASH BEGINNING OF MONTH</b>	\$ 72,567	\$ 104,719	\$ -	\$ 190,574,413	\$ 67,418	\$ 867,155	\$ 68,560,083
<b>RECEIPTS</b>							
ACCOUNTS RECEIVABLE - THIRD PARTIES							
ACCOUNTS RECEIVABLE - INTERCOMPANY							
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI							
DIP BORROWINGS							
TRANSFERS IN - THIRD PARTIES		431,174		1,521		185	1,635,774
TRANSFERS IN - NONFILING ENTITIES							3,497,632
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	200,000			60,000,000			126,364,313
MISCELLANEOUS							
<b>TOTAL RECEIPTS</b>	200,000	431,174	-	60,001,521	-	185	131,497,718
<b>DISBURSEMENTS</b>							
PAYROLL							
PAYROLL TAXES							
TRADE PAYABLES - THIRD PARTIES					36,175		90,811
TRADE PAYABLES - INTERCOMPANY							
ACCOUNT SECURITIZATION							
PAYMENTS AS SERVICER FOR GRPI							
DIP PRINCIPAL REPAYMENTS							
DIP INTEREST AND USAGE FEES							173,460
TRANSFERS OUT - THIRD PARTIES	224,177						14,199,157
TRANSFERS OUT - NONFILING ENTITIES							301,555
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		294,321		13,200,000			178,413,951
MISCELLANEOUS							
<b>TOTAL DISBURSEMENTS</b>	224,177	294,321	-	13,200,000	36,175	-	193,178,934
<b>NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)</b>	(24,177)	136,852	-	46,801,521	(36,175)	185	(61,681,216)
<b>CASH - END OF MONTH</b>	\$ 48,390	\$ 241,571	\$ -	\$ 237,375,935	\$ 31,243	\$ 867,340	\$ 6,878,867

**Note #1**

Various payments are made by W. R. Grace & Co. - Conn on behalf of certain other debtor entities, generally and primarily those that are inactive and/or have no direct employees. Such expenditures are generally de minimis and could include professional fees, state registration fees, business license fees and certain taxes.

W. R. Grace & Co. - Conn						
Schedule of Cash Receipts and Disbursements						
MOR-1						
April 2009						
	Bank of America Lockbox 8188203114	Banc of America Securities LLC 22330134		First Union Concentration 2000000282172	First Union Payroll 2078900016741	First Union Libby Medical 20789000085006
CASH BEGINNING OF MONTH	\$ 2,724,846	\$ 15,559,835	A	\$ 7,478,239	\$ 200,807	\$ 0
RECEIPTS						
ACCOUNTS RECEIVABLE - THIRD PARTIES	34,335,876					
ACCOUNTS RECEIVABLE - INTERCOMPANY	1,763,092					
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI						
DIP BORROWINGS						
TRANSFERS IN - THIRD PARTIES		34,581				
TRANSFERS IN - NONFILING ENTITIES						
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS				115,200,000	18,485,836	147,245
MISCELLANEOUS						
TOTAL RECEIPTS	36,098,968	34,581		115,200,000	18,485,836	147,245
DISBURSEMENTS						
PAYROLL					12,464,806	
PAYROLL TAXES					6,072,834	
TRADE PAYABLES - THIRD PARTIES						
TRADE PAYABLES - INTERCOMPANY						
ACCOUNT SECURITIZATION						
PAYMENTS AS SERVICER FOR GRPI						
DIP PRINCIPAL REPAYMENTS						
DIP INTEREST AND USAGE FEES						
TRANSFERS OUT - THIRD PARTIES	148,772					132,701
TRANSFERS OUT - NONFILING ENTITIES	3,452,024					
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	33,941,142	21,515		119,319,244		
MISCELLANEOUS				10,017		
TOTAL DISBURSEMENTS	37,541,938	21,515		119,329,261	18,537,640	132,701
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(1,442,969)	13,066		(4,129,261)	(51,804)	14,544
CASH - END OF MONTH	\$ 1,281,876	\$ 15,572,901	A	\$ 3,348,978	\$ 149,002	\$ 14,544

**Note #1**

Various payments are made by W. R. Grace & Co. - Conn on behalf of certain other debtor entities, generally and primarily those that are inactive and/or have no direct employees. Such expenditures are generally de minimis and could include professional fees, state registration fees, business license fees and certain taxes.

**Note A**

This account has been reported as "investment securities" in W.R. Grace & Co.-Conn's balance sheet as of April 30, 2009.

W. R. Grace &amp; Co. - Conn

## Schedule of Cash Receipts and Disbursements

MOR-1

April 2009

	First Union Accts Payable 2079920005781	First Union Payroll 2079900067554	Wachovia Lockbox 1868-082535	First Union Accts payable 2079900005260	First Union Accts Payable 2079900005231	SunTrust Payroll 00000141309	PNC 4002641360	Hibernia Natl Disbursement 101391210	JP Morgan Chase Lockbox 304816494
CASH BEGINNING OF MONTH	\$ (2,996,853)	\$ -	\$ -	\$ -	\$ (0)	\$ 45,185	\$ (0)	\$ 10,000	\$ 2,059,581
RECEIPTS									
ACCOUNTS RECEIVABLE - THIRD PARTIES									37,483,680
ACCOUNTS RECEIVABLE - INTERCOMPANY									38,858,892
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI									
DIP BORROWINGS									
TRANSFERS IN - THIRD PARTIES									
TRANSFERS IN - NONFILING ENTITIES									
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	54,346,879			813,666	45,525,619				
MISCELLANEOUS	799,865			23,921					
TOTAL RECEIPTS	55,146,743	-	-	837,587	45,525,619	-	-	-	76,342,573
DISBURSEMENTS									
PAYROLL									
PAYROLL TAXES									
TRADE PAYABLES - THIRD PARTIES	(a) 54,091,527			837,587	44,671,305				
TRADE PAYABLES - INTERCOMPANY									
ACCOUNT SECURITIZATION									
PAYMENTS AS SERVICER FOR GRPI									
DIP PRINCIPAL REPAYMENTS									
DIP INTEREST AND USAGE FEES									
TRANSFERS OUT - THIRD PARTIES									1,405
TRANSFERS OUT - NONFILING ENTITIES									
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS									76,119,691
MISCELLANEOUS					854,315	10			
TOTAL DISBURSEMENTS	54,091,527	-	-	837,587	45,525,619	10	-	-	76,121,096
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	1,055,216	-	-	-	0	(10)	-	-	221,477
CASH - END OF MONTH	\$ (1,941,636)	\$ -	\$ -	\$ -	\$ (0)	\$ 45,176	\$ (0)	\$ 10,000	\$ 2,281,058

## Note #1

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(a) These disbursements include Libby indictment, legal, and indemnification costs of \$5,565,011.18.

W. R. Grace & Co. - Conn Schedule of Cash Receipts and Disbursements MOR-1 April 2009					
	Allfirst Payroll 16288657	First Union Petty Cash 2040000016900	Banco de Credito Operating Acct 1931115122058	Banco de Credito Operating Acct 1931125963172	Banco Interam de Finanzas 007000107847
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ 22,723	\$ 579,496	\$ -
RECEIPTS					
ACCOUNTS RECEIVABLE - THIRD PARTIES			18,122	326,532	-
ACCOUNTS RECEIVABLE - INTERCOMPANY			-	-	-
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI			-	-	-
DIP BORROWINGS			-	-	-
TRANSFERS IN - THIRD PARTIES			152,150	-	-
TRANSFERS IN - NONFILING ENTITIES			-	-	-
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS			-	-	-
MISCELLANEOUS			-	-	-
TOTAL RECEIPTS	-	-	170,272	326,532	-
DISBURSEMENTS					
PAYROLL			12,877	-	-
PAYROLL TAXES			45,296	-	-
TRADE PAYABLES - THIRD PARTIES			-	100,025	-
TRADE PAYABLES - INTERCOMPANY			-	-	-
ACCOUNT SECURITIZATION			-	-	-
PAYMENTS AS SERVICER FOR GRPI			-	-	-
DIP PRINCIPAL REPAYMENTS			-	-	-
DIP INTEREST AND USAGE FEES			-	-	-
TRANSFERS OUT - THIRD PARTIES			63,070	150,000	-
TRANSFERS OUT - NONFILING ENTITIES			-	-	-
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS			-	-	-
MISCELLANEOUS			38,206	13,378	-
TOTAL DISBURSEMENTS	-	-	159,449	263,403	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	10,824	63,129	-
CASH - END OF MONTH	\$ -	\$ -	\$ 33,547	\$ 642,625	\$ -

**Note #1**

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W. R. Grace &amp; Co. - Conn

## Schedule of Cash Receipts and Disbursements

MOR-1

April 2009

	Banco Interam de Finanzas 7000107707	HSBC Operating Acct. 1128001	Bank Boston Operating Acct 154519	Cash In Transit	Cash on Hand	Other
<b>CASH BEGINNING OF MONTH</b>	\$ -	\$ 379,818	\$ -	\$ (577,759)	\$ 22,203	\$ 2,957,930
<b>RECEIPTS</b>						
ACCOUNTS RECEIVABLE - THIRD PARTIES	-	406,964				
ACCOUNTS RECEIVABLE - INTERCOMPANY	-	-				
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI	-	-				
DIP BORROWINGS	-	-				
TRANSFERS IN - THIRD PARTIES	-	-		3,066		
TRANSFERS IN - NONFILING ENTITIES	-	-				
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	-	-				
MISCELLANEOUS						
<b>TOTAL RECEIPTS</b>	-	406,964		3,066	-	-
<b>DISBURSEMENTS</b>						
PAYROLL	-	-				
PAYROLL TAXES	-	-				
TRADE PAYABLES - THIRD PARTIES	-	670,723				
TRADE PAYABLES - INTERCOMPANY	-	-				
ACCOUNT SECURITIZATION	-	-				
PAYMENTS AS SERVICER FOR GRPI	-	-				
DIP PRINCIPAL REPAYMENTS	-	-				
DIP INTEREST AND USAGE FEES	-	-				
TRANSFERS OUT - THIRD PARTIES	-	-				
TRANSFERS OUT - NONFILING ENTITIES	-	-				
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	-	-				
MISCELLANEOUS	-	9,275				511,218
<b>TOTAL DISBURSEMENTS</b>	-	679,998		-	-	511,218
<b>NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)</b>	-	(273,034)		3,066	-	(511,218)
<b>CASH - END OF MONTH</b>	\$ -	\$ 106,784	\$ -	\$ (574,693)	\$ 22,203	\$ 2,446,711

**Note #1**

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W. R. Grace & Co. - Conn		
Schedule of Cash Receipts and Disbursements		
MOR-1		
April 2009		
	CURRENT MONTH	
	ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 288,712,406	\$ -
RECEIPTS		
ACCOUNTS RECEIVABLE - THIRD PARTIES	72,571,175	
ACCOUNTS RECEIVABLE - INTERCOMPANY	40,621,984	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI	-	
DIP BORROWINGS	-	
TRANSFERS IN - THIRD PARTIES	2,250,432	
TRANSFERS IN - NONFILING ENTITIES	3,497,632	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	421,083,557	
MISCELLANEOUS	823,786	
TOTAL RECEIPTS	540,856,586	-
DISBURSEMENTS		
PAYROLL	12,477,683	
PAYROLL TAXES	6,118,130	
TRADE PAYABLES - THIRD PARTIES	100,498,163	
TRADE PAYABLES - INTERCOMPANY	-	
ACCOUNT SECURITIZATION		
PAYMENTS AS SERVICER FOR GRPI	-	
DIP PRINCIPAL REPAYMENTS	-	
DIP INTEREST AND USAGE FEES	173,460	
TRANSFERS OUT - THIRD PARTIES	14,919,282	
TRANSFERS OUT - NONFILING ENTITIES	3,753,579	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	421,309,865	
MISCELLANEOUS	1,436,418	
TOTAL DISBURSEMENTS	560,686,569	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(19,829,983)	-
CASH - END OF MONTH	\$ 268,882,423	\$ -

**Note #1**

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Remedium Group, Inc.

## Schedule of Cash Receipts and Disbursements

MOR-1

April 2009

	JP Morgan Chase Depository/Wire 323883842	JP Morgan Chase Disbursement 601831985	Other	CURRENT MONTH	
				ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ (677)	\$ -	\$ (677)	\$ -
RECEIPTS					
ACCOUNTS RECEIVABLE - THIRD PARTIES				-	
ACCOUNTS RECEIVABLE - INTERCOMPANY				-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI				-	
DIP BORROWINGS				-	
TRANSFERS IN - THIRD PARTIES	9,842			9,842	
TRANSFERS IN - NONFILING ENTITIES				-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		218,859		218,859	
TOTAL RECEIPTS	9,842	218,859	-	228,701	-
DISBURSEMENTS					
PAYROLL				-	
PAYROLL TAXES				-	
TRADE PAYABLES - THIRD PARTIES		350,728		350,728	
TRADE PAYABLES - INTERCOMPANY				-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI				-	
DIP PRINCIPAL REPAYMENTS				-	
DIP INTEREST AND USAGE FEES				-	
TRANSFERS OUT - THIRD PARTIES				-	
TRANSFERS OUT - NONFILING ENTITIES				-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	9,842			9,842	
MISCELLANEOUS				-	
TOTAL DISBURSEMENTS	9,842	350,728	-	360,570	
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	(131,869)	-	(131,869)	
CASH - END OF MONTH	\$ -	\$ (132,546)	\$ -	\$ (132,546)	\$ -

W.R. Grace &amp; Co.

## Schedule of Cash Receipts and Disbursements

MOR-1

April 2009

	JP Morgan Chase Pass Through 323881963	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ -
RECEIPTS			
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	218,176	218,176	
TOTAL RECEIPTS	218,176	218,176	-
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS	218,176	218,176	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS	218,176	218,176	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -

Darex Puerto Rico, Inc.

## Schedule of Cash Receipts and Disbursements

MOR-1

April 2009

	Citibank Operating Acct 300153011	Petty Cash	Other	Cash-in-Transit	CURRENT MONTH	
					ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 5,285,054	\$ -	\$ -	\$ -	\$ 5,285,054	\$ -
RECEIPTS						
		No Activity	No Activity	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES	114,091				114,091	
ACCOUNTS RECEIVABLE - INTERCOMPANY					-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI					-	
DIP BORROWINGS					-	
TRANSFERS IN - THIRD PARTIES					-	
TRANSFERS IN - NONFILING ENTITIES					-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS	215,718				215,718	
TOTAL RECEIPTS	329,810	-	-	-	329,810	-
DISBURSEMENTS						
PAYROLL	6,487				6,487	
PAYROLL TAXES	2,370				2,370	
TRADE PAYABLES - THIRD PARTIES	650,109				650,109	
TRADE PAYABLES - INTERCOMPANY					-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI					-	
DIP PRINCIPAL REPAYMENTS					-	
DIP INTEREST AND USAGE FEES					-	
TRANSFERS OUT - THIRD PARTIES					-	
TRANSFERS OUT - NONFILING ENTITIES					-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS					-	
MISCELLANEOUS					-	
TOTAL DISBURSEMENTS	658,966	-	-	-	658,966	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(329,157)	-	-	-	(329,157)	-
CASH - END OF MONTH	\$ 4,955,897	\$ -	\$ -	\$ -	\$ 4,955,897	\$ -

Grace International Holdings Schedule of Cash Receipts and Disbursements MOR-1 April 2009			
	Grace International Holdings 323136524	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ -
RECEIPTS			
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	-
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	-
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	-
DIP BORROWINGS		-	-
TRANSFERS IN - THIRD PARTIES		-	-
TRANSFERS IN - NONFILING ENTITIES		-	-
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	-
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS			
PAYROLL		-	-
PAYROLL TAXES		-	-
TRADE PAYABLES - THIRD PARTIES		-	-
TRADE PAYABLES - INTERCOMPANY		-	-
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI		-	-
DIP PRINCIPAL REPAYMENTS		-	-
DIP INTEREST AND USAGE FEES		-	-
TRANSFERS OUT - THIRD PARTIES		-	-
TRANSFERS OUT - NONFILING ENTITIES		-	-
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	-
MISCELLANEOUS		-	-
TOTAL DISBURSEMENTS	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -

CC Partners			
Schedule of Cash Receipts and Disbursements			
MOR-1			
April 2009			
	First Union Deposit Acct 2198500031802	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ -
RECEIPTS			
	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -

Kootenai Development Company Schedule of Cash Receipts and Disbursements MOR-1 April 2009			
	First National Bank of Montana 1049097	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 95,220	\$ 95,220	\$ -
RECEIPTS:			
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS:			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS	28,364	28,364	
TOTAL DISBURSEMENTS	28,364	28,364	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	(28,364)	(28,364)	-
CASH - END OF MONTH	\$ 66,856	\$ 66,856	\$ -

Grace Europe, Inc.			
Schedule of Cash Receipts and Disbursements			
MOR-1			
April 2009			
	Barclays Bank PLC	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ -
RECEIPTS			
	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -



Gloucester New Communities Company, Inc. Schedule of Cash Receipts and Disbursements MOR-1 April 2009			
	Cash On Hand	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ 500	\$ 500	\$ -
RECEIPTS			
	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ 500	\$ 500	\$ -

Dewey & Almy, LLC			
Schedule of Cash Receipts and Disbursements			
MOR-1			
April 2009			
	Miscellaneous	CURRENT MONTH	
		ACTUAL	PROJECTED
CASH BEGINNING OF MONTH	\$ -	\$ -	\$ -
RECEIPTS			
	No Activity		
ACCOUNTS RECEIVABLE - THIRD PARTIES		-	
ACCOUNTS RECEIVABLE - INTERCOMPANY		-	
ACCOUNTS RECEIVABLE AS SERVICER FOR GRPI		-	
DIP BORROWINGS		-	
TRANSFERS IN - THIRD PARTIES		-	
TRANSFERS IN - NONFILING ENTITIES		-	
TRANSFERS IN - FILING ENTITY CASH ACCOUNTS		-	
TOTAL RECEIPTS	-	-	-
DISBURSEMENTS			
PAYROLL		-	
PAYROLL TAXES		-	
TRADE PAYABLES - THIRD PARTIES		-	
TRADE PAYABLES - INTERCOMPANY		-	
ACCOUNT SECURITIZATION			
PAYMENTS AS SERVICER FOR GRPI		-	
DIP PRINCIPAL REPAYMENTS		-	
DIP INTEREST AND USAGE FEES		-	
TRANSFERS OUT - THIRD PARTIES		-	
TRANSFERS OUT - NONFILING ENTITIES		-	
TRANSFERS OUT - FILING ENTITY CASH ACCOUNTS		-	
MISCELLANEOUS		-	
TOTAL DISBURSEMENTS	-	-	-
NET CASH FLOW (RECEIPTS LESS DISBURSEMENTS)	-	-	-
CASH - END OF MONTH	\$ -	\$ -	\$ -

April 30, 2009

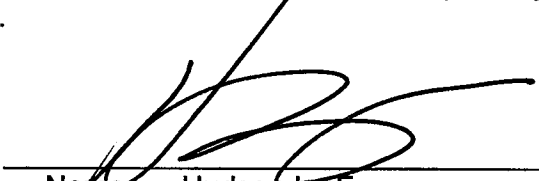
Office of the United States Trustee

Subject: Attestation Regarding Bank Account Reconciliations


The debtor, W. R. Grace & Co, et al, hereby submits this attestation regarding bank account reconciliations in lieu of providing copies of bank statements and copies of all account reconciliations.

The debtor has, on a timely basis, performed all bank account reconciliations in the ordinary course of business. Copies of bank account statements and reconciliations are available for inspection upon request by the United States Trustee's Office.

GRACE

  
\_\_\_\_\_  
Name: Hudson La Force  
Position: Senior Vice President and  
Chief Financial Officer

Sworn to and Subscribed  
before me on this 3<sup>rd</sup>  
day of June, 2009.

  
LEAH ANGLE  
NOTARY PUBLIC STATE OF MARYLAND  
My Commission Expires September 13, 2011

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	W.R. Grace & Co. - Conn.	W.R. Grace & Co.	Remedium Group, Inc.	CCHP, Inc.	CC Partners	Grace Washington, Inc.	Litigation Management, Inc.	Grace Europe, Inc.	L B Realty, Inc.
<i>IRIS numbers</i>	all Conn*	005	063	074	078	197	317	407/702	495
Net sales to third parties	\$ 70,089,383	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	39,131,277	-	-	-	-	-	-	-	-
Net sales to filing entities	188,720	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	2,896,279	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	(8,000,932)	4,923,836	617,495	19,173	845,233	-	2,602,915	-	-
	104,304,727	4,923,836	617,495	19,173	845,233	-	2,602,915	-	-
Cost of goods sold to third parties	43,694,138	-	(38)	-	-	-	-	-	-
Cost of goods sold to non-filing entities	31,742,858	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	143,690	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	29,102,818	-	(1,846)	-	-	20,000	-	-	-
Restructuring expenses	100,000	-	-	-	-	-	-	-	-
Research and development expenses	3,037,196	-	-	-	-	-	-	-	-
Defined benefit pension expense	6,009,833	-	-	-	-	-	-	-	-
Depreciation and amortization	4,320,182	-	1,846	-	-	-	-	-	-
Interest expense	3,054,400	-	-	-	-	-	-	-	-
Other expense (income), net	976,530	-	-	-	-	-	-	(266,218)	-
Chapter 11 reorganization expenses, net of interest income	3,439,367	-	-	-	-	-	-	-	-
	125,621,012	-	(38)	-	-	20,000	-	(266,218)	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	(21,316,285)	4,923,836	617,533	19,173	845,233	(20,000)	2,602,915	266,218	-
(Provision for) benefit from income taxes	4,753,686	(1,723,343)	(216,178)	(6,710)	(295,831)	(4,667)	(911,021)	(72,185)	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ (16,562,600)</b>	<b>\$ 3,200,493</b>	<b>\$ 401,355</b>	<b>\$ 12,463</b>	<b>\$ 549,402</b>	<b>\$ (24,667)</b>	<b>\$ 1,691,894</b>	<b>\$ 194,033</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

(a) Amount includes \$6,982,042 of expense for Grace's legal and indemnification costs related to the Libby Indictment. \$2,358,620 of this amount relates specifically to the indemnification costs of the seven current and former employees under indictment.

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	Grace International Holdings, Inc.	Darex Puerto Rico, Inc.	Alewife Land Corporation	Alewife Boston, Ltd.	Five Alewife Boston Ltd.	GN Holdings, Inc.	MRA Holdings Corp.	MRA Intermedco, Inc.	MRA Staffing Systems, Inc.
<i>IRIS numbers</i>	543	798	069	070	71	073	075	076	077
Net sales to third parties	\$ -	\$ 264,438	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	16,325	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	(528,240)	-	-	-	-	-	-	-	-
	(511,915)	264,438	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	156,044	5,080	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	48,418	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	72,731	-	-	-	-	-	-	-
Restructuring expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Defined benefit pension expense	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	86,397	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income), net	-	(1,253)	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net of interest income	-	-	-	-	-	-	-	-	-
	-	362,336	5,080	-	-	-	-	-	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	(511,915)	(97,899)	(5,080)	-	-	-	-	-	-
(Provision for) benefit from income taxes	177,578	35,434	1,778	-	-	-	-	-	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ (334,336)</b>	<b>\$ (62,465)</b>	<b>\$ (3,302)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	Kootenai Development Company	CB Biomedical, Inc.	Amicon, Inc.	Grace Environmental, Inc.	Grace Chemical Company of Cuba	Southern oil, Resin & Fiberglass, Inc.	Guanica- Caribe Land Development Corporation	Dewey & Almy, LLC	A-1 Bit & Tool Co., Inc.
<i>IRIS numbers</i>	079	125	174	198	305	318	378	406/408	458
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	28,364	-	-	-	-	-	-	-	-
Restructuring expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Defined benefit pension expense	-	-	-	-	-	-	-	-	-
Depreciation and amortization	314	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income), net	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net of interest income	-	-	-	-	-	-	-	-	-
	28,678	-	-	-	-	-	-	-	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	(28,678)	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	10,037	-	-	-	-	-	-	-	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ (18,641)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	Grace Tarpon Investors, Inc.	G C Limited Partners I, Inc.	Monolith Enterprises, Incorporated	Grace Culinary Systems, Inc.	Grace Hotel Services Corporation	Monroe Street, Inc.	Grace H-G Inc.	Hanover Square Corporation	Ecarg, Inc.
<i>IRIS numbers</i>	462	465	477	479	480	481	506	516	519
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Restructuring expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Defined benefit pension expense	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income), net	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net of interest income	-	-	-	-	-	-	-	-	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	W.R. Grace Land Corporation	G C Management, Inc.	Water Street Corporation	Del Taco Restaurants, Inc.	W.R. Grace Capital Corporation	Gloucester New Communities Company, Inc.	Creative Food N' Fun Company	Grace PAR Corporation	Grace A-B Inc.
<i>IRIS numbers</i>	523	539	548	557	563	572	587	621	625
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Restructuring expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Defined benefit pension expense	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income), net	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net of interest income	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.



W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	Homco International Inc.	GPC Thomasville Corp.	Grace Ventures Corp.	Grace Energy Corporation	GEC Management Corporation	Grace Offshore Company	Coalgrace, Inc.	Grace A-B II Inc.	Grace H-G II Inc.
<i>IRIS numbers</i>	631	637	664	681	689	822	824	827	828
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-	-
Restructuring expenses	-	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-	-
Defined benefit pension expense	-	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-
Other expense (income), net	-	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net of interest income	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	Coalgrace II, Inc.	Gracoal II, Inc.	Gracoal, Inc.	Grace Drilling Company	Grace Petroleum Libya Incorporated	Axial Basin Ranch Company	Hayden-Gulch West Coal Company	H-G Coal Company
IRIS numbers	835	848	856	877	880	na	na	na
Net sales to third parties	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net sales to non-filing entities	-	-	-	-	-	-	-	-
Net sales to filing entities	-	-	-	-	-	-	-	-
Interest and royalties from non-filing entities, net	-	-	-	-	-	-	-	-
Interest and royalties from filing entities, net	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-
Cost of goods sold to third parties	-	-	-	-	-	-	-	-
Cost of goods sold to non-filing entities	-	-	-	-	-	-	-	-
Cost of goods sold to filing entities	-	-	-	-	-	-	-	-
Selling, general and administrative expenses	-	-	-	-	-	-	-	-
Restructuring expenses	-	-	-	-	-	-	-	-
Research and development expenses	-	-	-	-	-	-	-	-
Defined benefit pension expense	-	-	-	-	-	-	-	-
Depreciation and amortization	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-
Other expense (income), net	-	-	-	-	-	-	-	-
Chapter 11 reorganization expenses, net of interest income	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	-	-	-	-	-	-	-	-
(Provision for) benefit from income taxes	-	-	-	-	-	-	-	-
Noncontrolling interest in income of subsidiary	-	-	-	-	-	-	-	-
Equity in net income of non-filing entities	-	-	-	-	-	-	-	-
<b>Net (loss) income</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W.R. Grace & Co. - Chapter 11 Filing Entities  
Combining Statement of Operations  
MOR - 2  
Month Ended April 30, 2009

	Eliminations between Filing Entities	Conversion to Equity Method	COMBINED FILING ENTITIES
<i>IRIS numbers</i>	LEVEL 2	BNF/L3/MI	
Net sales to third parties	\$ -	\$ -	\$ 70,353,820
Net sales to non-filing entities	-	-	\$ 39,131,277
Net sales to filing entities	(188,720)	-	\$ -
Interest and royalties from non-filing entities, net	-	-	\$ 2,912,604
Interest and royalties from filing entities, net	(479,480)	-	\$ -
	(668,200)	-	\$ 112,397,701
Cost of goods sold to third parties	-	-	\$ 43,855,224
Cost of goods sold to non-filing entities	-	-	\$ 31,742,858
Cost of goods sold to filing entities	(192,108)	-	\$ -
Selling, general and administrative expenses	-	-	\$ 29,222,066
Restructuring expenses	-	-	\$ 100,000
Research and development expenses	-	-	\$ 3,037,196
Defined benefit pension expense	-	-	\$ 6,009,833
Depreciation and amortization	-	-	\$ 4,408,739
Interest expense	-	-	\$ 3,054,400
Other expense (income), net	-	-	\$ 709,059
Chapter 11 reorganization expenses, net of interest income	-	-	\$ 3,439,367
	(192,108)	-	\$ 125,578,742
(Loss) income before income taxes, noncontrolling interest and equity in net income of non-filing entities	(476,091)	-	\$ (13,181,041)
(Provision for) benefit from income taxes	-	-	\$ 1,748,578
Noncontrolling interest in income of subsidiary	-	-	\$ -
Equity in net income of non-filing entities	-	11,485,688	\$ 11,485,688
<b>Net (loss) income</b>	<b>\$ (476,091)</b>	<b>\$ 11,485,688</b>	<b>\$ 53,226</b>

**Note #2**

Certain de minimis expenditures, including state registration fees, business license fees and certain taxes, of affiliated companies are accounted for in the statement of operations of W. R. Grace & Co. - Conn.

W. R. Grace & Co. - Chapter 11 Filing Entities  
Combining Balance Sheet  
MOR - 3  
April 30, 2009

	W. R. Grace & Co. - Conn	W. R. Grace & Co.	Remedium Group, Inc.	CCHP, Inc.	CC Partners
<b>ASSETS</b>					
<b>Current Assets</b>					
Cash and cash equivalents	\$ 253,309,522	\$ -	\$ (132,546)	\$ -	\$ -
Investment securities	15,572,901	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-
Accounts and other receivables, net	109,535,744	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	330,848,131	(336,389,665)	(26,301,494)	12,873,862	(69,844,332)
Inventories	111,494,218	-	-	-	-
Deferred income taxes	37,761,743	-	(665,286)	-	-
Other current assets	17,915,888	-	0	-	-
<b>Total Current Assets</b>	<b>876,236,146</b>	<b>(336,389,665)</b>	<b>(27,099,326)</b>	<b>12,873,862</b>	<b>(69,844,332)</b>
Properties and equipment, net	403,113,442	-	326,577	-	-
Goodwill	24,163,463	-	-	-	-
Deferred income taxes	1,026,801,317	-	23,375,718	-	-
Asbestos-related insurance receivable	500,000,000	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	(1,744,778,143)	1,129,902,925	115,259,160	6,048,567	262,458,253
Investment in filing and non-filing entities	1,143,604,864	241,512,111	-	-	-
Overfunded defined benefit pension plans	193,947	-	-	-	-
Other assets	74,190,122	-	-	-	-
<b>Total Assets</b>	<b>\$ 2,303,525,158</b>	<b>\$ 1,035,025,371</b>	<b>\$ 111,862,128</b>	<b>\$ 18,922,429</b>	<b>\$ 192,613,921</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>					
<b>Liabilities Not Subject to Compromise</b>					
<b>Current Liabilities</b>					
Debt payable within one year	\$ 187,490	-	\$ -	\$ -	\$ -
Accounts payable	78,235,501	-	190,295	-	-
Income taxes payable	1,279,868	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	1,540	-	-	-	-
Other current liabilities	138,001,415	-	(197,723)	-	-
<b>Total Current Liabilities</b>	<b>217,705,814</b>	<b>-</b>	<b>(7,429)</b>	<b>-</b>	<b>-</b>
Debt payable after one year	398,424	-	-	-	-
Deferred income taxes	213,374,423	-	-	-	-
Underfunded defined benefit pension plans	327,607,739	-	-	-	-
Other liabilities	27,082,844	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>786,169,244</b>	<b>-</b>	<b>(7,429)</b>	<b>-</b>	<b>-</b>
<b>Liabilities Subject to Compromise</b>					
Debt, pre-petition plus accrued interest	832,325,327	-	-	-	-
Drawn letters of credit plus accrued interest	30,399,232	-	-	-	-
Income tax contingencies	(128,120,938)	114,586,971	(11,673,529)	497,473	22,476,270
Asbestos-related contingencies	1,700,000,000	-	-	-	-
Environmental contingencies	85,293,602	-	64,886,953	-	-
Postretirement benefits	160,412,646	-	-	-	-
Other liabilities and accrued interest	126,317,666	-	656,146	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>2,806,627,535</b>	<b>114,586,971</b>	<b>53,869,570</b>	<b>497,473</b>	<b>22,476,270</b>
<b>Total Liabilities</b>	<b>3,592,796,779</b>	<b>114,586,971</b>	<b>53,862,141</b>	<b>497,473</b>	<b>22,476,270</b>
<b>Shareholders' Equity (Deficit)</b>					
Preferred stock	-	-	-	-	-
Common stock	83,968,960	835,385	12,223	1,000	-
Paid in capital	142,809,878	434,685,462	9,724,449	34,052,467	56,011,577
(Accumulated deficit)/Retained earnings	(1,055,745,774)	542,297,927	48,263,315	(15,628,510)	114,126,074
Treasury stock, at cost	-	(57,380,474)	-	-	-
Accumulated other comprehensive (loss) income	(511,827,422)	100	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	<b>(1,340,794,358)</b>	<b>920,438,400</b>	<b>57,999,987</b>	<b>18,424,957</b>	<b>170,137,651</b>
Noncontrolling interest	51,522,737	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>(1,289,271,621)</b>	<b>920,438,400</b>	<b>57,999,987</b>	<b>18,424,957</b>	<b>170,137,651</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 2,303,525,158</b>	<b>\$ 1,035,025,371</b>	<b>\$ 111,862,128</b>	<b>\$ 18,922,429</b>	<b>\$ 192,613,921</b>

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

MOR - 3

April 30, 2009

	Grace Washington, Inc.	Litigation Management, Inc.	Grace Europe, Inc.	L B Realty, Inc.	Grace International Holdings, Inc.	Darex Puerto Rico, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,955,897
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	(1)	-	74,256	-	-	1,195,131
Receivables from/(payables to) filing and non-filing entities, net	(12,648,456)	(386,938,610)	5,593,414	140,524,854	(93,406,106)	2,461,796
Inventories	-	-	-	-	-	131,789
Deferred income taxes	-	-	22,855	-	-	57,930
Other current assets	-	-	-	-	-	0
<b>Total Current Assets</b>	(12,648,457)	(386,938,610)	5,690,525	140,524,854	(93,406,106)	8,802,543
Properties and equipment, net	-	-	-	-	-	503,787
Goodwill	-	-	-	-	-	1,256,948
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	632,925,042	(3,264,557)	-	32,689,245	-
Investment in filing and non-filing entities	-	-	-	-	58,669,464	-
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	1	-	54,000	-	-	5,512,819
<b>Total Assets</b>	<b>\$ (12,648,456)</b>	<b>\$ 245,986,432</b>	<b>\$ 2,479,968</b>	<b>\$ 140,524,854</b>	<b>\$ (2,047,397)</b>	<b>\$ 16,076,096</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	19,962	-	-	632,092
Income taxes payable	-	-	-	-	-	(1,279,600)
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	2,350	-	345,956	-	-	166,955
<b>Total Current Liabilities</b>	2,350	-	365,918	-	-	(480,553)
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	0	-	(169,509)	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	2,350	-	365,919	-	(169,509)	(480,553)
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	(200,226)	69,237,024	(989,557)	(150)	(8,229,347)	681,701
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	5,945	-	-	133,907
<b>Total Liabilities Subject to Compromise</b>	(200,226)	69,237,024	(983,612)	(150)	(8,229,347)	815,608
<b>Total Liabilities</b>	(197,876)	69,237,024	(617,694)	(150)	(8,398,856)	335,055
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	112	-	-	-	-
Common stock	1,000	1,000	1,000	-	1,000	1,000
Paid in capital	-	(29,267,410)	-	25,358,993	61,845,489	13,074,177
(Accumulated deficit)/Retained earnings	(12,451,581)	206,015,706	(302,243)	115,166,011	(99,727,813)	2,665,864
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	3,398,905	-	44,232,784	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(12,450,581)	176,749,408	3,097,662	140,525,004	6,351,459	15,741,041
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(12,450,581)	176,749,408	3,097,662	140,525,004	6,351,459	15,741,041
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (12,648,456)</b>	<b>\$ 245,986,432</b>	<b>\$ 2,479,968</b>	<b>\$ 140,524,854</b>	<b>\$ (2,047,397)</b>	<b>\$ 16,076,096</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

MOR - 3

April 30, 2009

	Alewite Land Corporation	Alewite Boston Ltd.	Five Alewite Boston Ltd.	GN Holdings, Inc.	MRA Holdings Corp.	MRA Intermedco, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(5,166,637)	(2,143,580)	-	(57,817,172)	(110)	(330)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	5,510	-	-	-	-	-
<b>Total Current Assets</b>	(5,161,127)	(2,143,580)	-	(57,817,172)	(110)	(330)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	34,053,467	54,500,000	54,500,000
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (5,161,127)</b>	<b>\$ (2,143,580)</b>	<b>\$ -</b>	<b>\$ (23,763,706)</b>	<b>\$ 54,499,890</b>	<b>\$ 54,499,670</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	(400,119)	(210)	-	-	(110)	(330)
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(400,119)	(210)	-	-	(110)	(330)
<b>Total Liabilities</b>	(400,119)	(210)	-	-	(110)	(330)
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	200	-	-	931,540	1	130
Paid in capital	274,606	-	-	9,408,460	54,499,999	54,499,870
(Accumulated deficit)/Retained earnings	(5,035,813)	(2,143,370)	-	(34,103,706)	-	-
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(4,761,008)	(2,143,370)	-	(23,763,706)	54,500,000	54,500,000
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(4,761,008)	(2,143,370)	-	(23,763,706)	54,500,000	54,500,000
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (5,161,127)</b>	<b>\$ (2,143,580)</b>	<b>\$ -</b>	<b>\$ (23,763,706)</b>	<b>\$ 54,499,890</b>	<b>\$ 54,499,670</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

MOR - 3

April 30, 2009

	MRA Staffing Systems, Inc.	Kootenai Development Company	CB Biomedical, Inc.	Amicon, Inc.	Grace Environmental, Inc.	Grace Chemical Company of Cuba
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ 66,857	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(26,161)	(130,483)	(26,614,022)	57,347,191	(7,283,826)	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	7,731	-	-	-	-
<b>Total Current Assets</b>	(26,161)	(55,896)	(26,614,022)	57,347,191	(7,283,826)	-
Properties and equipment, net	-	13,816	-	-	-	-
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	56,011,577	-	-	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 55,985,416</b>	<b>\$ (42,079)</b>	<b>\$ (26,614,022)</b>	<b>\$ 57,347,191</b>	<b>\$ (7,283,826)</b>	<b>\$ -</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	(7,489)	(471,044)	(195)	10,346,794	(230)	-
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(7,489)	(471,044)	(195)	10,346,794	(230)	-
<b>Total Liabilities</b>	(7,489)	(471,044)	(195)	10,346,794	(230)	-
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	130	-	-	-	5,150	-
Paid in capital	54,499,870	1,303,954	864,233	3,671,658	5,144,850	-
(Accumulated deficit)/Retained earnings	1,492,905	(874,989)	(27,478,060)	43,427,950	(12,433,596)	-
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	(99,212)	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	<b>55,992,905</b>	<b>428,965</b>	<b>(26,613,827)</b>	<b>47,000,396</b>	<b>(7,283,596)</b>	<b>-</b>
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>55,992,905</b>	<b>428,965</b>	<b>(26,613,827)</b>	<b>47,000,396</b>	<b>(7,283,596)</b>	<b>-</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 55,985,416</b>	<b>\$ (42,079)</b>	<b>\$ (26,614,022)</b>	<b>\$ 57,347,191</b>	<b>\$ (7,283,826)</b>	<b>\$ -</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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April 30, 2009

	Southern Oil, Resin & Fiberglass, Inc.	Guanica-Caribe Land Development Corporation	Dewey & Almy, LLC	A-1 Bit & Tool Co., Inc.	Grace Tarpon Investors, Inc.	G C Limited Partners I, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	-	5,824,284	(102,989)	(1,119,103)	10,284,124	330
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	-	5,824,284	(102,989)	(1,119,103)	10,284,124	330
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	94,022	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	\$ -	\$ 5,824,284	\$ (8,966)	\$ (1,119,103)	\$ 10,284,124	\$ 330
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	3	-
<b>Total Current Liabilities</b>	-	-	-	-	3	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	3	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	-	(110)	-	(110)	(560)	(560)
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	-	(110)	-	(110)	(560)	(560)
<b>Total Liabilities</b>	-	(110)	-	(110)	(557)	(560)
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	-	1,000	2,000	29,000	1,000	1,000
Paid in capital	-	5,823,446	-	-	3,136,087	-
(Accumulated deficit)/Retained earnings	-	(52)	(10,966)	(1,147,993)	7,147,595	(110)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	-	5,824,394	(8,966)	(1,118,993)	10,284,682	890
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	-	5,824,394	(8,966)	(1,118,993)	10,284,682	890
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	\$ -	\$ 5,824,284	\$ (8,966)	\$ (1,119,103)	\$ 10,284,124	\$ 330

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.



W. R. Grace & Co. - Chapter 11 Filing Entities  
Combining Balance Sheet  
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April 30, 2009

	Monolith Enterprises, Incorporated	Grace Culinary Systems, Inc.	Grace Hotel Services Corporation	Monroe Street, Inc.	Grace H-G Inc.	Hanover Square Corporation
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(2,417,714)	(26,312,455)	(5,132,933)	(3,350,634)	(2,509,849)	840
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	(2,417,714)	(26,312,455)	(5,132,933)	(3,350,634)	(2,509,849)	840
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (2,417,714)</b>	<b>\$ (26,312,455)</b>	<b>\$ (5,132,933)</b>	<b>\$ (3,350,634)</b>	<b>\$ (2,509,849)</b>	<b>\$ 840</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	(450)	-	(818)	(110)	(210)	(110)
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(450)	-	(818)	(110)	(210)	(110)
<b>Total Liabilities</b>	(450)	-	(818)	(110)	(210)	(110)
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	26,000	-	-	1,000	1,000	1,000
Paid in capital	9,988,414	-	-	-	-	-
(Accumulated deficit)/Retained earnings	(12,431,678)	(26,312,455)	(5,132,115)	(3,351,524)	(2,510,639)	(50)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(2,417,264)	(26,312,455)	(5,132,115)	(3,350,524)	(2,509,639)	950
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(2,417,264)	(26,312,455)	(5,132,115)	(3,350,524)	(2,509,639)	950
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (2,417,714)</b>	<b>\$ (26,312,455)</b>	<b>\$ (5,132,933)</b>	<b>\$ (3,350,634)</b>	<b>\$ (2,509,849)</b>	<b>\$ 840</b>

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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April 30, 2009

	Ecarg, Inc.	W. R. Grace Land Corporation	G C Management, Inc.	Water Street Corporation	Del Taco Restaurants, Inc.	W. R. Grace Capital Corporation
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(1,230,613)	36,708,315	-	(73,061)	(12,559,518)	(264,688)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	(1,230,613)	36,708,315	-	(73,061)	(12,559,518)	(264,688)
Properties and equipment, net	-	-	-	-	-	438,445
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	6,284,806	-	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (1,230,613)</b>	<b>\$ 42,993,121</b>	<b>\$ -</b>	<b>\$ (73,061)</b>	<b>\$ (12,559,518)</b>	<b>\$ 173,757</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	199
<b>Total Current Liabilities</b>	-	-	-	-	-	199
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	199
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	(30)	(821)	-	(110)	(265)	(759)
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(30)	(821)	-	(110)	(265)	(759)
<b>Total Liabilities</b>	(30)	(821)	-	(110)	(265)	(560)
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	50	5,000	-	1,000	85,539	1,000
Paid in capital	50	19,577,160	-	-	6,541,055	4,000
(Accumulated deficit)/Retained earnings	(1,230,683)	23,411,782	-	(73,951)	(19,185,847)	169,317
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(1,230,583)	42,993,942	-	(72,951)	(12,559,253)	174,317
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(1,230,583)	42,993,942	-	(72,951)	(12,559,253)	174,317
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (1,230,613)</b>	<b>\$ 42,993,121</b>	<b>\$ -</b>	<b>\$ (73,061)</b>	<b>\$ (12,559,518)</b>	<b>\$ 173,757</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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April 30, 2009

	Gloucester New Communities Company, Inc.	Creative Food N' Fun Company	Grace PAR Corporation	Grace A-B Inc.	Homco International, Inc.	GPC Thomasville Corp.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ 500	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	91,572	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(19,555,815)	23,478,717	6,345,361	810,265	(59,581,637)	(185)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	(19,463,742)	23,478,717	6,345,361	810,265	(59,581,637)	(185)
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	4,066	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (19,459,676)</b>	<b>\$ 23,478,717</b>	<b>\$ 6,345,361</b>	<b>\$ 810,265</b>	<b>\$ (59,581,637)</b>	<b>\$ (185)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	4,066	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	4,066	-	-	-	-	-
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	4,066	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingences	-	(1,432)	(300)	(335)	(405)	(185)
Asbestos-related contingences	-	-	-	-	-	-
Environmental contingences	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	-	(1,432)	(300)	(335)	(405)	(185)
<b>Total Liabilities</b>	4,066	(1,432)	(300)	(335)	(405)	(185)
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	5,000	1,090,000	1,000	1,000	303,000	-
Paid in capital	6,000,000	33,631,999	18,090,032	-	37,765,000	-
(Accumulated deficit)/Retained earnings	(25,468,742)	(11,241,851)	(11,745,371)	809,600	(97,649,232)	-
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(19,463,742)	23,480,148	6,345,661	810,600	(59,581,232)	-
Noncontrolling interest	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(19,463,742)	23,480,148	6,345,661	810,600	(59,581,232)	-
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (19,459,676)</b>	<b>\$ 23,478,717</b>	<b>\$ 6,345,361</b>	<b>\$ 810,265</b>	<b>\$ (59,581,637)</b>	<b>\$ (185)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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April 30, 2009

	Grace Ventures Corp.	Grace Energy Corporation	GEC Management Corporation	Grace Offshore Company	Coalgrace, Inc.
<b>ASSETS</b>					
<b>Current Assets</b>					
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(86,721)	352,712,699	4,389,612	(15,750,664)	5,296,839
Inventories	-	-	-	-	-
Deferred income taxes	-	-	-	-	-
Other current assets	-	-	-	-	-
<b>Total Current Assets</b>	(86,721)	352,712,699	4,389,612	(15,750,664)	5,296,839
Properties and equipment, net	-	-	-	-	-
Goodwill	-	-	-	-	-
Deferred income taxes	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	(35,903,123)	(14,135,725)	-	-
Investment in filing and non-filing entities	-	187,272,210	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-
Other assets	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (86,721)</b>	<b>\$ 504,081,786</b>	<b>\$ (9,746,113)</b>	<b>\$ (15,750,664)</b>	<b>\$ 5,296,839</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>					
<b>Liabilities Not Subject to Compromise</b>					
<b>Current Liabilities</b>					
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-
Income taxes payable	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-
Other current liabilities	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-
Debt payable after one year	-	-	-	-	-
Deferred income taxes	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-
Other liabilities	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>					
Debt, pre-petition plus accrued interest	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-
Income tax contingences	(110)	(119)	(110)	-	(360)
Asbestos-related contingences	-	-	-	-	-
Environmental contingences	-	-	-	-	-
Postretirement benefits	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(110)	(119)	(110)	-	(360)
<b>Total Liabilities</b>	(110)	(119)	(110)	-	(360)
<b>Shareholders' Equity (Deficit)</b>					
Preferred stock	-	-	-	-	-
Common stock	-	1,000	1,000	(114,960)	100
Paid in capital	1,900,000	451,425,156	(2,089,027)	34,215,000	-
(Accumulated deficit)/Retained earnings	(1,986,611)	52,655,749	(7,657,976)	(49,850,704)	5,297,099
Treasury stock, at cost	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(86,611)	504,081,905	(9,746,003)	(15,750,664)	5,297,199
Noncontrolling interest	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(86,611)	504,081,905	(9,746,003)	(15,750,664)	5,297,199
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (86,721)</b>	<b>\$ 504,081,786</b>	<b>\$ (9,746,113)</b>	<b>\$ (15,750,664)</b>	<b>\$ 5,296,839</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W. R. Grace & Co. - Chapter 11 Filing Entities  
Combining Balance Sheet  
MOR - 3  
April 30, 2009

	Grace A-B II Inc.	Grace H-G II Inc.	Coalgrace II, Inc.	Gracoal II, Inc.	Gracoal, Inc.
<b>ASSETS</b>					
<b>Current Assets</b>					
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	875,359	(5,314)	108,080	130,215,533	145,239,206
Inventories	-	-	-	-	-
Deferred income taxes	-	-	-	-	-
Other current assets	-	-	-	-	-
<b>Total Current Assets</b>	875,359	(5,314)	108,080	130,215,533	145,239,206
Properties and equipment, net	-	-	-	-	-
Goodwill	-	-	-	-	-
Deferred income taxes	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-
Overfunded defined benefit pension plans	-	-	-	-	-
Other assets	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 875,359</b>	<b>\$ (5,314)</b>	<b>\$ 108,080</b>	<b>\$ 130,215,533</b>	<b>\$ 145,239,206</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>					
<b>Liabilities Not Subject to Compromise</b>					
<b>Current Liabilities</b>					
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-
Income taxes payable	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-
Other current liabilities	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-
Debt payable after one year	-	-	-	-	-
Deferred income taxes	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-
Other liabilities	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>					
Debt, pre-petition plus accrued interest	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-
Income tax contingences	(310)	(260)	(360)	21,450,461	21,450,636
Asbestos-related contingences	-	-	-	-	-
Environmental contingences	-	-	-	-	-
Postretirement benefits	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(310)	(260)	(360)	21,450,461	21,450,636
<b>Total Liabilities</b>	(310)	(260)	(360)	21,450,461	21,450,636
<b>Shareholders' Equity (Deficit)</b>					
Preferred stock	-	-	-	-	-
Common stock	1,000	1,000	1,000	1,000	100
Paid in capital	-	-	-	30,293,750	13,880,108
(Accumulated deficit)/Retained earnings	874,669	(6,054)	107,440	78,470,322	109,908,362
Treasury stock, at cost	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	875,669	(5,054)	108,440	108,765,072	123,788,570
Noncontrolling interest	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	875,669	(5,054)	108,440	108,765,072	123,788,570
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 875,359</b>	<b>\$ (5,314)</b>	<b>\$ 108,080</b>	<b>\$ 130,215,533</b>	<b>\$ 145,239,206</b>

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

MOR - 3

April 30, 2009

	Grace Drilling Company	Grace Petroleum Libya Incorporated	Axial Basin Ranch Company	Hayden-Gulch West Coal Company	H-G Coal Company	Eliminations between Filing Entities
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Investment securities	-	-	-	-	-	-
Cash value of life insurance policies, net of policy loans	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	(81,115,113)	47,407,796	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	(81,115,113)	47,407,796	-	-	-	-
Properties and equipment, net	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance receivable	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	(1,323,802,717)
Overfunded defined benefit pension plans	-	-	-	-	-	-
Other assets	-	-	-	-	-	(1,201,282)
<b>Total Assets</b>	<b>\$ (81,115,113)</b>	<b>\$ 47,407,796</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ (1,325,003,999)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Debt payable within one year	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	(100,000)
<b>Total Current Liabilities</b>	-	-	-	-	-	(100,000)
Debt payable after one year	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Underfunded defined benefit pension plans	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	(100,000)
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Drawn letters of credit plus accrued interest	-	-	-	-	-	-
Income tax contingencies	(480)	(110)	-	-	-	-
Asbestos-related contingencies	-	-	-	-	-	-
Environmental contingencies	-	-	-	-	-	-
Postretirement benefits	-	-	-	-	-	-
Other liabilities and accrued interest	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(480)	(110)	-	-	-	-
<b>Total Liabilities</b>	(480)	(110)	-	-	-	(100,000)
<b>Shareholders' Equity (Deficit)</b>						
Preferred stock	-	-	-	-	-	-
Common stock	124,473	1,000	-	-	-	(86,493,960)
Paid in capital	51,173,713	7,308,934	-	-	-	(1,222,870,000)
(Accumulated deficit)/Retained earnings	(132,412,819)	40,097,972	-	-	-	(17,040,039)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive (loss) income	-	-	-	-	-	1,500,000
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	<b>(81,114,633)</b>	<b>47,407,906</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,324,903,999)</b>
<b>Noncontrolling interest</b>	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>(81,114,633)</b>	<b>47,407,906</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,324,903,999)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (81,115,113)</b>	<b>\$ 47,407,796</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ (1,325,003,999)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

W. R. Grace & Co. - Chapter 11 Filing Entities  
Combining Balance Sheet  
MOR - 3  
April 30, 2009

	Conversion to Equity Method	Reporting Reclasses	COMBINED FILING ENTITIES
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	\$ -	\$ -	\$ 258,200,229
Investment securities	-	-	\$ 15,572,901
Cash value of life insurance policies, net of policy loans	-	-	\$ -
Accounts and other receivables, net	-	-	\$ 110,896,702
Receivables from/(payables to) filing and non-filing entities, net	-	200,000	\$ 63,464,620
Inventories	-	-	\$ 111,626,007
Deferred income taxes	-	(5,449,795)	\$ 31,727,446
Other current assets	-	-	\$ 17,929,129
<b>Total Current Assets</b>	-	(5,249,795)	\$ 609,417,034
Properties and equipment, net	-	-	\$ 404,396,067
Goodwill	-	-	\$ 25,420,411
Deferred income taxes	-	(213,204,914)	\$ 836,972,121
Asbestos-related insurance receivable	-	-	\$ 500,000,000
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	\$ 381,201,645
Investment in filing and non-filing entities	(55,686,016)	1,800,000	\$ 458,813,787
Overfunded defined benefit pension plans	-	-	\$ 193,947
Other assets	-	-	\$ 78,559,725
<b>Total Assets</b>	\$ (55,686,016)	\$ (216,654,709)	\$ 3,294,974,737
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>			
<b>Liabilities Not Subject to Compromise</b>			
<b>Current Liabilities</b>			
Debt payable within one year	\$ -	\$ -	\$ 187,490
Accounts payable	-	-	\$ 79,081,917
Income taxes payable	-	-	\$ 268
Asbestos-related liability expected to be disbursed within one year	-	-	\$ 1,540
Other current liabilities	-	(1,014,061)	\$ 137,205,093
<b>Total Current Liabilities</b>	-	(1,014,061)	\$ 216,476,308
Debt payable after one year	-	-	\$ 398,424
Deferred income taxes	-	(213,204,914)	\$ -
Underfunded defined benefit pension plans	-	-	\$ 327,607,739
Other liabilities	-	-	\$ 27,082,844
<b>Total Liabilities Not Subject to Compromise</b>	-	(214,218,975)	\$ 571,565,315
<b>Liabilities Subject to Compromise</b>			
Debt, pre-petition plus accrued interest	-	-	\$ 832,325,327
Drawn letters of credit plus accrued interest	-	-	\$ 30,399,232
Income tax contingences	-	-	\$ 110,623,957
Asbestos-related contingences	-	-	\$ 1,700,000,000
Environmental contingences	-	-	\$ 150,180,554
Postretirement benefits	-	-	\$ 160,412,646
Other liabilities and accrued interest	-	(10,235,734)	\$ 116,877,931
<b>Total Liabilities Subject to Compromise</b>	-	(10,235,734)	\$ 3,100,819,647
<b>Total Liabilities</b>	-	(224,454,709)	\$ 3,672,384,962
<b>Shareholders' Equity (Deficit)</b>			
Preferred stock	-	-	\$ 112
Common stock	-	-	\$ 838,062
Paid in capital	-	-	\$ 438,257,456
(Accumulated deficit)/Retained earnings	12,562,477	2,000,000	\$ (285,404,780)
Treasury stock, at cost	-	-	\$ (57,380,474)
Accumulated other comprehensive (loss) income	(68,248,493)	5,800,000	\$ (525,243,338)
<b>Total W.R. Grace &amp; Co. - Chapter 11 Filing Entities Equity (Deficit)</b>	(55,686,016)	7,800,000	\$ (428,932,962)
Noncontrolling interest	-	-	\$ 51,522,737
<b>Total Shareholders' Equity (Deficit)</b>	(55,686,016)	7,800,000	\$ (377,410,225)
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	\$ (55,686,016)	\$ (216,654,709)	\$ 3,294,974,737

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

Chart 5

**W. R. Grace & Co. - Conn**  
**Status of Postpetition Taxes**  
**MOR-4**  
**April 30, 2009**

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
	A	B	= C-A-B	C
<b>Federal</b>				
Withholding	\$ (2,713)	\$ 2,018,923	\$ (2,018,923)	\$ (2,713)
FICA - Employee	16,795	1,157,756	(1,159,777)	14,774
FICA and payroll- Employer	822,052	1,157,756	(806,161)	1,173,647
Unemployment	-	641	(641)	-
Other	-	20,464	(20,464)	-
<b>Total Federal Taxes</b>	<b>\$ 836,134</b>	<b>\$ 4,355,540</b>	<b>\$ (4,005,966)</b>	<b>\$ 1,185,708</b>
<b>State and Local</b>				
Withholding	\$ 17,549	\$ 7,687,618	\$ (7,621,047)	\$ 84,120
Sales & Use	703,590	322,546	(374,110)	652,026
Property Taxes	1,791,328	319,151	(6,232)	2,104,247
Other	-	111,481	(111,481)	-
<b>Total State and Local</b>	<b>\$ 2,512,467</b>	<b>\$ 8,440,796</b>	<b>\$ (8,112,870)</b>	<b>\$ 2,840,393</b>
<b>Total Taxes</b>	<b>\$ 3,348,601</b>	<b>\$ 12,796,336</b>	<b>\$ (12,118,836)</b>	<b>\$ 4,026,101</b>

**Note #4**

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.



Chart 5

Remedium Group, Inc. Status of Postpetition Taxes MOR-4 April 30, 2009				
	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
	A	B	= C-A-B	C
<b>Federal</b>				
Withholding	\$ -	\$ 5,895	\$ (5,895)	\$ -
FICA - Employee	-	1,264	(1,264)	-
FICA and payroll- Employer	-	1,264	(1,264)	-
Unemployment	-	-	-	-
Other	-	-	-	-
<b>Total Federal Taxes</b>	\$ -	\$ 8,423	\$ (8,423)	\$ -
<b>State and Local</b>				
Withholding	\$ -	\$ 3,284	\$ (3,284)	\$ -
Sales & Use	-	-	-	-
Property Taxes	-	-	-	-
Other	-	-	-	-
<b>Total State and Local</b>	\$ -	\$ 3,284	\$ (3,284)	\$ -
<b>Total Taxes</b>	\$ -	\$ 11,707	\$ (11,707)	\$ -

**Note #4**

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 5

**Grace Washington, Inc.**  
**Status of Postpetition Taxes**  
**MOR-4**  
**April 30, 2009**

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
	A	B	= C-A-B	C
<b>Federal</b>				
Withholding	\$ -	\$ 4,213	\$ (4,213)	\$ -
FICA - Employee	-	267	(267)	-
FICA and payroll- Employer	139	267	(267)	139
Unemployment	-	-	-	-
Other	-	-	-	-
<b>Total Federal Taxes</b>	<b>\$ 139</b>	<b>\$ 4,747</b>	<b>\$ (4,747)</b>	<b>\$ 139</b>
<b>State and Local</b>				
Withholding	\$ -	\$ 910	\$ (910)	\$ -
Sales & Use	-	-	-	-
Property Taxes	-	-	-	-
Other	-	-	-	-
<b>Total State and Local</b>	<b>\$ -</b>	<b>\$ 910</b>	<b>\$ (910)</b>	<b>\$ -</b>
<b>Total Taxes</b>	<b>\$ 139</b>	<b>\$ 5,657</b>	<b>\$ (5,657)</b>	<b>\$ 139</b>

**Note #4**

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 5

**L B Realty, Inc.**  
**Status of Postpetition Taxes**  
**MOR-4**  
**April 30, 2009**

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
	A	B	= C-A-B	C
<b>Federal</b>				
Withholding	\$ -	\$ -	\$ -	\$ -
FICA - Employee	-	-	-	-
FICA and payroll- Employer	-	-	-	-
Unemployment	-	-	-	-
Other	-	-	-	-
<b>Total Federal Taxes</b>	\$ -	\$ -	\$ -	\$ -
<b>State and Local</b>				
Withholding	\$ -	\$ -	\$ -	\$ -
Sales & Use	-	-	-	-
Property Taxes	-	-	-	-
Other	-	-	-	-
<b>Total State and Local</b>	\$ -	\$ -	\$ -	\$ -
<b>Total Taxes</b>	\$ -	\$ -	\$ -	\$ -

**Note #4**

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 5

<b>Darex Puerto Rico, Inc.</b> <b>Status of Postpetition Taxes</b> <b>MOR-4</b> <b>April 30, 2009</b>				
	<b>Beginning Tax Liability</b>	<b>Amount Withheld or Accrued</b>	<b>Amount Paid</b>	<b>Ending Tax Liability</b>
	<b>A</b>	<b>B</b>	<b>= C-A-B</b>	<b>C</b>
<b>Federal</b>				
Withholding	\$ -	\$ -	\$ -	\$ -
FICA - Employee	-	667	(667)	-
FICA and payroll- Employer	-	667	(667)	-
Unemployment	-	9	(9)	-
Other	-	28	(28)	-
<b>Total Federal Taxes</b>	\$ -	\$ 1,371	\$ (1,371)	\$ -
<b>State and Local</b>				
Withholding	\$ -	\$ 1,000	\$ (1,000)	\$ -
Sales & Use	479	(317)	(479)	(317)
Property Taxes	69,250	(10,000)	20,000	79,250
Other	-	-	-	-
<b>Total State and Local</b>	\$ 69,729	\$ (9,317)	\$ 18,521	\$ 78,933
<b>Total Taxes</b>	\$ 69,729	\$ (7,946)	\$ 17,150	\$ 78,933

**Note #4**

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 6

**W. R. Grace & Co. - Conn**  
**Accounts Receivable Reconciliation and Aging**  
**MOR-5**  
**April 2009**

**Trade Accounts Receivable Reconciliation**

Trade accounts receivable, beginning of month, gross	\$ 112,805,480
Amounts billed during the period	\$ 70,089,383
Amounts collected during the period	\$ (72,571,175)
Other	\$ (1,712,130)
Trade accounts receivable at the end of month, gross	\$ 108,611,558

**Trade Accounts Receivable Aging**

Current	\$ 95,183,071
1-30 days past due	\$ 6,266,912
31-60 days past due	\$ 2,117,449
+61 days past due	\$ 5,044,126
Trade accounts receivable, gross	\$ 108,611,558
Allowance for doubtful accounts	\$ (1,996,346)
Trade accounts receivable, net	\$ 106,615,212

**Notes and Accounts Receivable Reconciliation**

Trade accounts receivable, net	\$ 106,615,212
Customer notes and drafts receivable	\$ 320,500
Pending customer credit notes	\$ (153,934)
Advances and deposits	\$ 1,906,660
Nontrade receivables, net	\$ 847,304
Total notes and accounts receivable, net	\$ 109,535,744

Chart 6

**Darex Puerto Rico, Inc.**  
**Accounts Receivable Reconciliation and Aging**  
**MOR-5**  
**April 2009**

**Trade Accounts Receivable Reconciliation**

Trade accounts receivable, beginning of month, gross	\$ 1,423,458
Amounts billed during the period	264,438
Amounts collected during the period	(114,091)
Other	(212,762)
Trade accounts receivable at the end of month, gross	\$ 1,361,043

**Trade Accounts Receivable Aging**

Current	\$ 694,908
1-30 days past due	56,223
31-60 days past due	130,553
+61 days past due	479,359
Trade accounts receivable, gross	1,361,043
Allowance for doubtful accounts	(162,842)
Trade accounts receivable, net	\$ 1,198,201

**Notes and Accounts Receivable Reconciliation**

Trade accounts receivable, net	\$ 1,198,201
Customer notes and drafts receivable	-
Pending customer credit notes	(3,070)
Advances and deposits	-
Nontrade receivables, net	-
Total notes and accounts receivable, net	\$ 1,195,131

Chart 6

**Remedium Group, Inc.**  
**Accounts Receivable Reconciliation and Aging**  
**MOR-5**  
**April 2009**

**Trade Accounts Receivable Reconciliation**

Trade accounts receivable, beginning of month, gross	\$ -
Amounts billed during the period	-
Amounts collected during the period	-
Other	-
Trade accounts receivable at the end of month, gross	\$ -

**Trade Accounts Receivable Aging**

Current	\$ -
1-30 days past due	-
31-60 days past due	-
+61 days past due	-
Trade accounts receivable, gross	-
Allowance for doubtful accounts	-
Trade accounts receivable, net	\$ -

**Notes and Accounts Receivable Reconciliation**

Trade accounts receivable, net	\$ -
Customer notes and drafts receivable	-
Pending customer credit notes	-
Advances and deposits	-
Nontrade receivables, net	-
Total notes and accounts receivable, net	\$ -

Chart 6

**Gloucester New Communities Company, Inc.**  
**Accounts Receivable Reconciliation and Aging**  
**MOR-5**  
**April 2009**

**Trade Accounts Receivable Reconciliation**

Trade accounts receivable, beginning of month, gross	\$ -
Amounts billed during the period	-
Amounts collected during the period	-
Other	-
Trade accounts receivable at the end of month, gross	\$ -

**Trade Accounts Receivable Aging**

Current	\$ -
1-30 days past due	-
31-60 days past due	-
+61 days past due	-
Trade accounts receivable, gross	-
Allowance for doubtful accounts	-
Trade accounts receivable, net	\$ -

**Notes and Accounts Receivable Reconciliation**

Trade accounts receivable, net	\$ -
Customer notes and drafts receivable	-
Pending customer credit notes	-
Advances and deposits	-
Nontrade receivables, net	91,572
Total notes and accounts receivable, net	\$ 91,572



Chart 6

Grace Europe, Inc.  
Accounts Receivable Reconciliation and Aging  
MOR-5  
April 2009

Trade Accounts Receivable Reconciliation	
Trade accounts receivable, beginning of month, gross	\$ -
Amounts billed during the period	-
Amounts collected during the period	-
Other	-
Trade accounts receivable at the end of month, gross	\$ -
Trade Accounts Receivable Aging	
Current	\$ -
1-30 days past due	-
31-60 days past due	-
+61 days past due	-
Trade accounts receivable, gross	-
Allowance for doubtful accounts	-
Trade accounts receivable, net	\$ -
Notes and Accounts Receivable Reconciliation	
Trade accounts receivable, net	\$ -
Customer notes and drafts receivable	-
Pending customer credit notes	-
Advances and deposits	-
Nontrade receivables, net	74,256
Total notes and accounts receivable, net	\$ 74,256

Chart 7

<b>W.R. Grace &amp; Co., et al</b> <b>Debtor Questionnaire</b> <b>MOR - 5</b> <b>April 30, 2009</b>		
	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account for this reporting period? If yes, provide an explanation below.		See Note #5 below
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in affect? If no, provide and explanation below.	X	
5. Are post-petition accounts payable and tax obligations current and paid to date? If no, provide an explanation.	X (unless disputed in normal course of business)	

**Note #5**

As part of the first day orders submitted to the court on April 2, 2001, an application for the Debtors to (a) continue and maintain their consolidated cash management system, (b) continue and maintain their existing bank accounts and (c) continue to use existing business forms and granting related relief was included. The Debtors have continued to use their existing bank accounts and no new debtor in possession accounts have been established.

List assets sold/transferred outside the normal course of business over \$25,000:		
Description of Asset	Sale Date	Proceeds

## **Combined Chapter 11 Filing Entity Statements**

Chart 8

W. R. Grace & Co. - Chapter 11 Filing Entities				
Combined Statements of Operations				
In millions	Month Ended April 30,		Four Months Ended April 30,	
	2009	2008	2009	2008
Net sales to third parties	\$ 70.4	\$ 84.9	\$ 292.3	\$ 329.9
Net sales to non-filing entities	39.1	46.5	157.0	177.9
Interest and royalties from non-filing entities	2.9	4.3	15.7	21.2
	112.4	135.7	465.0	529.0
Cost of goods sold to third parties	43.9	56.5	203.2	227.8
Cost of goods sold to non-filing entities	31.7	37.0	133.2	143.0
Selling, general and administrative expenses	29.2	26.7	117.3	98.1
Restructuring costs	0.1	-	9.0	-
Depreciation and amortization	4.4	4.8	18.0	19.4
Research and development expenses	3.0	4.0	12.5	16.1
Defined benefit pension expense	6.0	3.6	24.0	13.2
Interest expense	3.1	4.6	12.1	19.5
Other (income) expense, net	0.7	5.0	5.0	(12.1)
Provision for environmental remediation	-	-	0.7	5.9
Chapter 11 expenses, net of interest income	3.4	5.1	13.4	23.5
	125.5	147.3	548.4	554.4
Income (loss) before income taxes and equity in net income of non-filing entities	(13.1)	(11.6)	(83.4)	(25.4)
Benefit from (provision for) income taxes	1.8	(1.5)	30.6	(4.1)
Income (loss) before equity in net income of non-filing entities	(11.3)	(13.1)	(52.8)	(29.5)
Equity in net income (loss) of non-filing entities	11.4	19.8	14.0	53.9
<b>Net income (loss)</b>	<b>\$ 0.1</b>	<b>\$ 6.7</b>	<b>\$ (38.8)</b>	<b>\$ 24.4</b>

## W. R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combined Functional Basis Statements of Cash Flows

<i>In millions</i>	Four Months Ended April 30, 2009	Four Months Ended April 30, 2008
<b>Core operations cash flow</b>		
Pre-tax income (loss) from core operations	\$ (8.8)	\$ 25.3
Depreciation and amortization	18.0	19.4
	9.2	44.7
Payments under defined benefit pension arrangements	(17.8)	(34.4)
Change in Non-Filing entity operating loans including interest payments and Investment	4.5	26.4
Changes in all core assets/liabilities and other	3.9	(58.2)
<b>Core Pre-tax Operating Cash Flow</b>	<b>(0.2)</b>	<b>(21.5)</b>
Dividends paid to noncontrolling interests in consolidated entities	-	-
Capital expenditures	(12.5)	(22.4)
Purchase of short-term investments	-	-
<b>Core Pre-tax Operating Free Cash Flow</b>	<b>(12.7)</b>	<b>(43.9)</b>
<b>Charges against core reserves</b>		
Restructuring costs	9.0	-
Deferred compensation	-	(0.1)
Self insurance	(1.0)	(0.3)
<b>Total Spending Against Core Reserves</b>	<b>8.0</b>	<b>(0.4)</b>
<b>Net Core Cash Flow</b>	<b>(4.7)</b>	<b>(44.3)</b>
<b>Noncore cash flow</b>		
Proceeds from asset sales	-	-
Investments in short term debt securities	-	-
Proceeds from sales of investment securities	6.2	33.1
Cash paid to resolve contingencies subject to Chapter 11	-	-
Legal fees	(19.6)	(9.4)
Other noncore pre-tax cash flow	(3.2)	(4.7)
<b>Noncore Pre-tax Cash Flow</b>	<b>(16.6)</b>	<b>19.0</b>
<b>Charges against noncore reserves</b>		
Environmental remediation	(2.8)	(1.6)
Retained obligations and other	-	-
Postretirement benefits	(0.9)	(1.7)
<b>Total Spending Against Noncore Reserves</b>	<b>(3.7)</b>	<b>(3.3)</b>
<b>Noncore Cash Flow</b>	<b>(20.3)</b>	<b>15.7</b>
<b>Total Pre-tax/Pre-interest/Pre-Chapter 11 Cash Flow</b>	<b>(25.0)</b>	<b>(28.6)</b>
Cash paid for taxes, net of refunds	(2.2)	(1.8)
Cash paid for interest, net	0.3	(0.5)
Chapter 11 expenses paid	(16.1)	(23.5)
Interest income on filing entity cash balances	(0.1)	0.5
<b>Cash Flow before Strategic Investments</b>	<b>(43.1)</b>	<b>(53.9)</b>
<b>Strategic Investments</b>		
Purchase of equity investment	-	(3.0)
Dividends received from non-filing entities	15.9	16.9
Proceeds from sale of business	-	-
Proceeds from exercise of stock options	-	9.1
<b>Cash used for Strategic Investments</b>	<b>15.9</b>	<b>23.0</b>
<b>Cash Flow after Strategic Investments</b>	<b>(27.2)</b>	<b>(30.9)</b>
Fees under debtor-in-possession credit facility	(0.5)	(0.8)
Net (investing)/financing activities under life insurance policies	67.8	-
<b>Net Cash Flow</b>	<b>\$ 40.1</b>	<b>\$ (31.7)</b>

Chart 10

**W. R. Grace & Co. - Chapter 11 Filing Entities**  
**Combined Balance Sheets**

<i>Amounts in millions</i>	<b>April 30, 2009</b>	<b>December 31, 2008</b>	<b>April 2, 2001</b>
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	\$ 258.2	\$ 218.1	\$ 8.6
Investment securities	15.6	21.6	-
Cash value of life insurance policies, net of policy loans	-	67.2	-
Trade accounts receivable, less allowance of \$2.2 (2008 - \$1.4, Filing Date - \$0.7)	108.0	115.0	32.3
Receivables from non-filing entities, net	63.4	69.9	51.2
Inventories	111.6	122.1	80.6
Deferred income taxes	31.7	33.6	80.9
Asbestos-related insurance expected to be realized within one year	-	-	17.0
Other current assets	20.8	23.8	33.4
<b>Total Current Assets</b>	<b>609.3</b>	<b>671.3</b>	<b>304.0</b>
Properties and equipment, net	404.4	417.1	400.4
Goodwill	25.4	25.4	13.6
Deferred income taxes	837.0	834.4	401.0
Asbestos-related insurance expected to be realized after one year	500.0	500.0	323.4
Loans receivable from non-filing entities, net	381.2	399.1	387.5
Investment in non-filing entities	458.9	492.0	121.0
Overfunded defined benefit pension plans	0.2	0.2	-
Deferred pension costs	-	-	236.0
Other assets	78.6	72.4	136.6
<b>Total Assets</b>	<b>\$ 3,295.0</b>	<b>\$ 3,411.9</b>	<b>\$ 2,323.5</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>			
<b>Liabilities Not Subject to Compromise</b>			
<b>Current Liabilities</b>			
Debt payable within one year	\$ 0.2	\$ 0.2	\$ -
Accounts payable	79.1	88.6	-
Other current liabilities	137.3	150.7	-
<b>Total Current Liabilities</b>	<b>216.6</b>	<b>239.5</b>	<b>-</b>
Debt payable after one year	0.4	0.4	-
Underfunded defined benefit pension plans	327.6	380.6	-
Other liabilities	27.1	41.2	31.5
<b>Total Liabilities Not Subject to Compromise</b>	<b>571.7</b>	<b>661.7</b>	<b>31.5</b>
<b>Liabilities Subject to Compromise</b>			
Pre-petition debt plus accrued interest	832.3	823.5	511.5
Drawn letters of credit plus accrued interest	30.4	30.0	-
Income tax contingencies	110.6	121.0	242.1
Asbestos-related contingencies	1,700.0	1,700.0	1,002.8
Environmental contingencies	150.2	152.2	164.8
Postretirement benefits	160.4	169.7	256.2
Other liabilities and accrued interest	116.9	116.5	188.6
<b>Total Liabilities Subject to Compromise</b>	<b>3,100.8</b>	<b>3,112.9</b>	<b>2,366.0</b>
<b>Total Liabilities</b>	<b>3,672.5</b>	<b>3,774.6</b>	<b>2,397.5</b>
<b>Shareholder's Equity (Deficit)</b>			
Common stock	0.8	0.8	0.8
Paid in capital	438.3	436.6	432.6
Accumulated deficit	(285.5)	(262.1)	(201.8)
Treasury stock, at cost	(57.4)	(57.4)	(136.4)
Accumulated other comprehensive loss	(525.2)	(544.8)	(169.5)
<b>Total W.R. Grace &amp; Co. Chapter 11 Filing Entities Shareholders' Equity (Deficit)</b>	<b>(429.0)</b>	<b>(426.9)</b>	<b>(74.3)</b>
Noncontrolling interest	51.5	64.2	0.3
<b>Total Shareholders' Equity (Deficit)</b>	<b>(377.5)</b>	<b>(362.7)</b>	<b>(74.0)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 3,295.0</b>	<b>\$ 3,411.9</b>	<b>\$ 2,323.5</b>

**W. R. Grace & Co.**  
**Filing Entity Supplemental Financial Information**  
**April 30, 2009**

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**Basis of Presentation**

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The interim Combined Financial Statements presented herein represent the results of operations, cash flows and financial position of the Debtors. These financial statements pertain to periods beginning with, and subsequent to, the Filing Date and have been prepared in conformity with requirements of the Bankruptcy Court. Consequently, these financial statements do not purport to present the financial performance of W. R. Grace & Co. in conformity with U.S. generally accepted accounting principles which would require the consolidation of all controlled subsidiaries and more extensive notes and analysis related to the worldwide operations of W. R. Grace & Co. Financial activity of non-Debtor entities is not presented herein. However, all non-Debtor entities are either directly or indirectly controlled by the Debtors and, accordingly, non-Debtor financial results are reflected under the equity method of accounting. These financial statements are unaudited and should be read in conjunction with the consolidated financial statements presented in the Company's 2008 Annual Report on Form 10-K and other periodic filings with the U.S. Securities and Exchange Commission.

These interim Combined Financial Statements reflect all adjustments that, in the opinion of management, are necessary for a fair presentation of the results of the interim periods presented under U.S. generally accepted accounting principles; all such adjustments are of a normal recurring nature. All significant inter-Debtor accounts and transactions have been eliminated. Transactions and balances with non-Debtor entities are separately disclosed.

The results of operations for the four-months interim period ended April 30, 2009 are not necessarily indicative of the results of operations for the year ending December 31, 2009.

**Other Balance Sheet Accounts**

<i>(In millions)</i>	<b>April 30, 2009</b>	<b>Filing Date</b>
<b>Inventories</b>		
Raw materials .....	\$ 18.8	\$ 20.3
In process .....	25.2	16.2
Finished products .....	54.1	63.8
General merchandise .....	13.5	9.6
Less: Adjustment of certain inventories to a last-in/first-out (LIFO) basis .....	--	(29.3)
	<b>\$ 111.6</b>	<b>\$ 80.6</b>
<b>Other Assets</b>		
Deferred charges .....	23.0	40.4
Cash value of life insurance policies, net of policy loans .....	4.2	64.1
Long-term receivables .....	0.3	1.9
Long-term investments .....	4.0	2.1
Patents, licenses and other intangible assets, net .....	18.1	25.2
Fair value of foreign currency exchange rate forward contracts .....	28.4	--
Other assets .....	0.6	2.9
	<b>\$ 78.6</b>	<b>\$ 136.6</b>
<b>Other Current Liabilities</b>		
Accrued compensation .....	\$ 34.7	\$ --
Accrued commissions .....	3.0	--
Customer programs .....	10.7	--
Accrued freight .....	4.9	--
Accrued reorganization fees .....	21.2	--
Fair value of foreign currency exchange rate forward contracts .....	1.8	--
Other accrued liabilities .....	61.0	--
	<b>\$ 137.3</b>	<b>\$ --</b>
<b>Other Liabilities</b>		
Deferred royalty income – non-filing entities .....	\$ --	\$ 31.5
Other accrued liabilities .....	27.1	--
	<b>\$ 27.1</b>	<b>\$ 31.5</b>
<b>Other Liabilities Subject to Compromise</b>		
Accrued interest on pre-petition liabilities .....	46.1	--
Accounts payable .....	31.2	43.0
Retained obligations of divested businesses .....	27.3	43.5
Other accrued liabilities .....	12.3	102.1
	<b>\$ 116.9</b>	<b>\$ 188.6</b>

Accrued compensation in the table above includes salaries and wages as well as estimated current amounts due under the annual and long-term incentive programs.



**Life Insurance**

Grace is the beneficiary of corporate-owned life insurance ("COLI") policies on certain current and former employees with a net cash surrender value of \$4.2 million at April 30, 2009. The following table summarizes the components of net cash value at April 30, 2009 and Filing Date:

<b>Components of Net Cash Value</b> <i>(In millions)</i>	<b>April 30, 2009</b>	<b>Filing Date</b>
Gross cash value .....	\$ 9.4	\$ 453.7
Principal – policy loans .....	(5.0)	(390.3)
Accrued interest – policy loans .....	(0.2)	0.7
Total net cash value .....	\$ 4.2	\$ 64.1
Less: current portion .....	--	--
Net cash value – long-term .....	\$ 4.2	\$ 64.1
Insurance benefits in force .....	\$ 18.8	\$ 2,286.0

Grace's financial statements display income statement activity and balance sheet amounts on a net basis, reflecting the contractual interdependency of policy assets and liabilities.

In March 2009, Grace surrendered and terminated life insurance policies and received approximately \$68.8 million of net cash value from the terminations. As a result of the terminations, Grace's insurance benefits in force was reduced by approximately \$102.4 million.

**Debt**

On April 30, 2009 and the Filing Date, Grace's debt was as follows:

<b>Components of Debt</b> <i>(In millions)</i>	<b>April 30, 2009</b>	<b>Filing Date</b>
<b>Debt payable within one year</b>		
DIP facility .....	\$ --	\$ --
Other short-term borrowings and related fees payable .....	0.2	--
	\$ 0.2	\$ --
<b>Debt payable after one year</b>		
DIP facility .....	\$ --	\$ --
Other long-term borrowings .....	0.4	--
	\$ 0.4	\$ --
<b>Debt Subject to Compromise</b>		
Bank borrowings .....	\$ 500.0	\$ 500.0
Accrued interest on bank borrowings .....	332.3	--
Drawn letters of credit .....	25.6	--
Accrued interest on drawn letters of credit .....	4.8	--
8.0% Notes Due 2004 .....	--	5.7
7.75% Notes Due 2002 .....	--	2.0
Other borrowings .....	--	1.2
Accrued interest .....	--	2.6
	\$ 862.7	\$ 511.5
Annualized weighted average interest rates on total debt	3.3%	6.1%

The Debtors have entered into a debtor-in-possession post-petition loan and security agreement, or DIP facility, with a syndicate of lenders that, as amended effective April 1, 2008, provides for up to \$165 million of revolving loans and face amount of letters of credit. The DIP facility is secured by a priority lien on substantially all assets of the Debtors with the exclusion of the capital stock of non-U.S. subsidiaries, and bears interest based on the London Interbank Offered Rate (LIBOR). The term of the DIP facility ends on the earlier of April 1, 2010 or the Debtors' emergence from Chapter 11. The DIP facility permits the increase of commitments of existing lenders and/or commitments by new lenders up to an aggregate maximum of \$250 million.

As of April 30, 2009, the Debtors had no revolving loans and \$61.6 million of standby letters of credit issued and outstanding under the DIP facility. These letters of credit reduced the aggregate unused availability for revolving loans and letters of credit, as of the April 1, 2008 effective date of the amended DIP facility, to \$103.4 million. The letters of credit were issued mainly for trade-related matters such as performance bonds, as well as certain insurance and environmental matters.